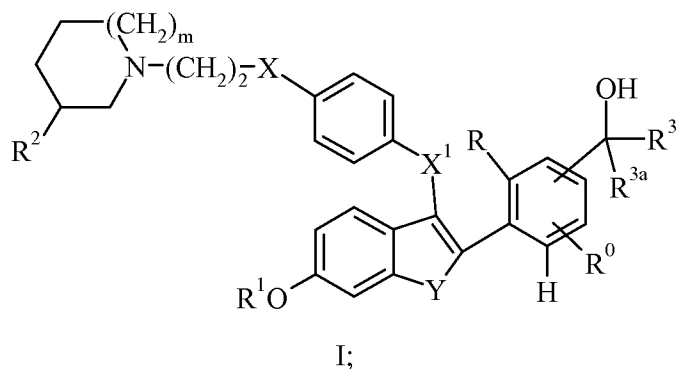


Amendments to the Claims

Without prejudice or disclaimer, this listing of claims will replace all prior versions and listing of claims in this application.

1. (Original) A compound of formula I:



wherein:

m is 0, 1 or 2;

R⁰ is H, F or OH;

R¹ is H, SO₂(n-C₄-C₆ alkyl) or COR⁴;

R² is H or methyl provided that if m is 1 or 2, then R² must be H and that if m is 0, then R² must be methyl;

X is O or NR⁵;

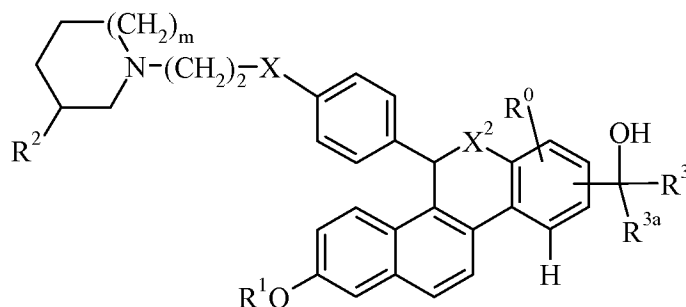
Y is S or CH=CH;

R⁴ is C₁-C₆ alkyl, C₁-C₆ alkoxy, NR⁶R⁷, phenoxy, or phenyl optionally substituted with halo;

R⁵ is H or C₁-C₆ alkyl;

R⁶ and R⁷ are independently H, C₁-C₆ alkyl or phenyl;

R is H and X¹ is O, CH₂ or CO or R combines with X¹ to form a moiety of the formula:



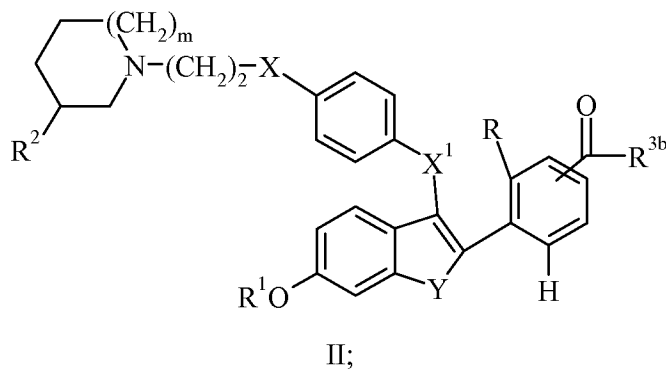
wherein X^2 is O or S; and

R^3 and R^{3a} are independently H or C_1 - C_6 alkyl; or a pharmaceutical acid addition salt thereof.

2. (Original) The compound of claim 1 wherein R^0 is H.
3. (Original) The compound of claim 2 wherein R is H.
4. (Original) The compound of claim 3 wherein X and X^1 are O and m is 1 or 2.
5. (Currently Amended) The compound of ~~claim 3 or claim 4~~ wherein R^1 is H or COR^4 and R^4 is C_1 - C_4 alkyl, $NHCH_3$ or phenyl.
6. (Currently Amended) The compound of ~~any one of claims 3-5~~ **claim 5** wherein R^1 is H.
7. (Currently Amended) The compound of ~~any one of claims 3-6~~ **claim 6** wherein Y is $CH=CH$ and m is 1.
8. (Currently Amended) The compound of ~~any one of claims 3-7~~ **claim 7** wherein R^3 and R^{3a} are independently H or C_1 - C_4 alkyl.
9. (Currently Amended) The compound of ~~any one of claims 3-8~~ **claim 8** wherein R^3 and R^{3a} are independently H or methyl.

10. (Currently Amended) The compound of ~~any one of claims 3-9~~ **claim 9** wherein the COHR³R^{3a} moiety is at position 4.
11. (Original) The compound of claim 2 wherein R combines with X¹.
12. (Original) The compound of claim 11 wherein X and X² are O and m is 1 or 2.
13. (Currently Amended) The compound of ~~claim 11 or claim 12~~ wherein R¹ is H or COR⁴ and R⁴ is C₁-C₄ alkyl, NHCH₃ or phenyl.
14. (Currently Amended) The compound of ~~any one of claims 11-13~~ **claim 13** wherein R¹ is H and m is 1.
15. (Currently Amended) The compound of ~~any one of claims 11-14~~ **claim 14** wherein R³ and R^{3a} are independently H or C₁-C₄ alkyl.
16. (Currently Amended) The compound of ~~any one of claims 11-15~~ **claim 15** wherein R³ and R^{3a} are independently H or methyl.
17. (Currently Amended) The compound of ~~any one of claims 11-16~~ **claim 16** wherein the COHR³R^{3a} moiety is at position 4.
18. Cancelled

19. (Currently Amended) A compound of formula II:



wherein:

m is 0, 1 or 2;

R¹ is H, SO₂(n-C₄-C₆ alkyl) or COR⁴;

R² is H or methyl provided that if m is 1 or 2, then R² must be H and that if m is 0, then R² must be methyl;

X is O or NR⁵;

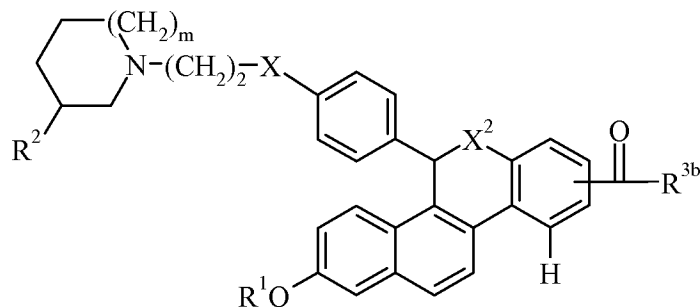
Y is S or CH=CH;

R⁴ is C₁-C₆ alkyl, C₁-C₆ alkoxy, NR⁶R⁷, phenoxy, or phenyl optionally substituted with halo;

R⁵ is H or C₁-C₆ alkyl;

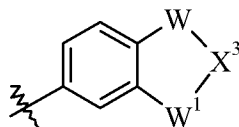
R⁶ and R⁷ are independently H, C₁-C₆ alkyl or phenyl;

R is H and X¹ is O, or CH₂ ~~or~~ C=O or R combines with X¹ to form a moiety of the formula:



wherein X² is O or S;

R³ᵇ is NR⁸R⁹ or OR¹⁰ or when R is H, R³ᵇ may combine with the phenyl with which it is attached to form a moiety of the formula:



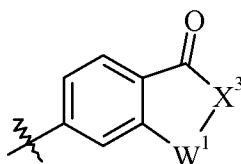
wherein W and W¹ are CH₂ or C=O provided that at least one of W or W¹ must be C=O; and X³ is NR¹¹ or O; and

R⁸ and R⁹ are independently H or C₁-C₆ alkyl or R⁸ and R⁹ may combine with the nitrogen to which they are both attached to form a morpholino, pyrrolidino or piperidino ring;

R¹⁰ and R¹¹ are independently H or C₁-C₆ alkyl; or a pharmaceutical salt thereof.

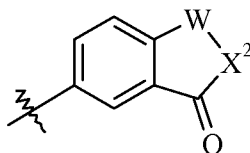
20. (Original) The compound of claim 19 wherein R⁸ and R⁹ are independently H or C₁-C₆ alkyl.
21. (Original) The compound of claim 20 wherein X and X¹ are O and m is 1 or 2.
22. (Currently Amended) The compound of ~~claim 20 or claim 21~~ wherein R¹ is H or COR⁴ and R⁴ is C₁-C₄ alkyl, NHCH₃ or phenyl.
23. (Currently Amended) The compound of ~~any one of claims 20-22~~ **claim 22** wherein R¹ is H.
24. (Currently Amended) The compound of ~~any one of claims 20-23~~ **claim 23** wherein Y is CH=CH.
25. (Currently Amended) The compound of ~~any one of claims 20-24~~ **claim 24** wherein the COR^{3b} moiety is at the 3- or 4-position.
26. (Currently Amended) The compound of ~~any one of claims 20-25~~ **claim 25** wherein the COR^{3b} moiety is at the 4-position.

27. (Currently Amended) The compound of ~~any one of claims 20-26~~ **claim 26** wherein R^{3b} is NR^8R^9 and R^8 and R^9 are independently H or C_1 - C_4 alkyl.
28. (Currently Amended) The compound of ~~any one of claims 20-26~~ **claim 26** wherein R^{3b} is OR^{10} and R^{10} is H or C_1 - C_4 alkyl.
29. (Currently Amended) The compound of ~~any one of claims 20-26~~ **claim 26** wherein R is H and R^{3b} combines with the phenyl with which it is attached to form:



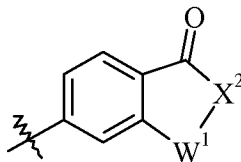
and W^1 is CH_2 and X^3 is NR^{11} and R^{11} is H.

30. (Currently Amended) The compound of ~~any one of claims 20-26~~ **claim 26** wherein R is H and R^3 combines with the phenyl with which it is attached to form:



and R^8 is H or C_1 - C_4 alkyl.

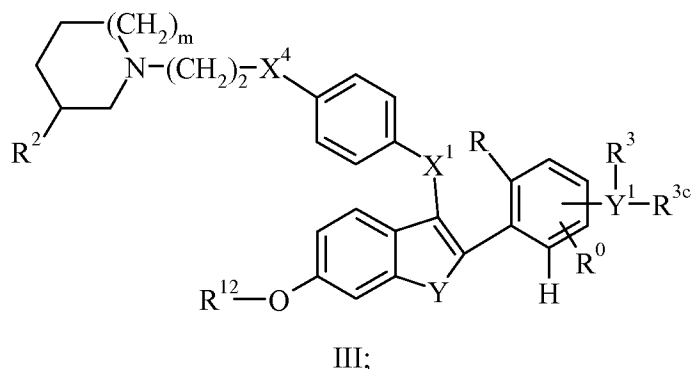
31. (Currently Amended) The compound of ~~any one of claims 20-26~~ **claim 26** wherein R is H and R^3 combines with the phenyl with which it is attached to form:



and R^8 is H or C_1 - C_4 alkyl.

32-35 Cancelled

36. (Currently Amended) A compound of formula III:



wherein:

m is 0, 1 or 2;

R⁰ is H, F or OH;

R² is H or methyl provided that if m is 1 or 2, then R² must be H and that if m is 0, then R² must be methyl;

Y is S or CH=CH;

Y¹ is C=O or C(OH);

R³ is H or C₁-C₆ alkyl;

R^{3c} is absent or is H or C₁-C₆ alkyl provided that if Y¹ is C(OH), then R^{3c} is H or C₁-C₆ alkyl and that if Y¹ is C=O, then R^{3c} is absent;

R¹² is H, C₁-C₆ alkyl, benzyl, SO₂CH₃, SO₂(n-C₄-C₆ alkyl) or COR⁴;

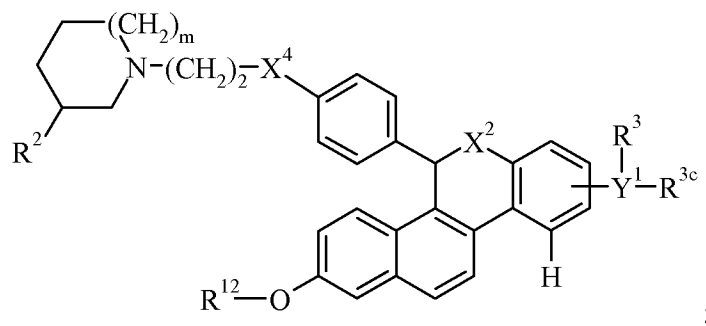
X⁴ is O or NR¹³;

R⁴ is C₁-C₆ alkyl, C₁-C₆ alkoxy, NR⁶R⁷, phenoxy, or phenyl optionally substituted with halo;

R⁶ and R⁷ are independently H, C₁-C₆ alkyl or phenyl;

R¹³ is H, C₁-C₆ alkyl or CO₂(C₁-C₆ alkyl); and

R is H and X¹ is O, or CH₂ or C=O or R combines with X¹ to form a moiety of the formula:

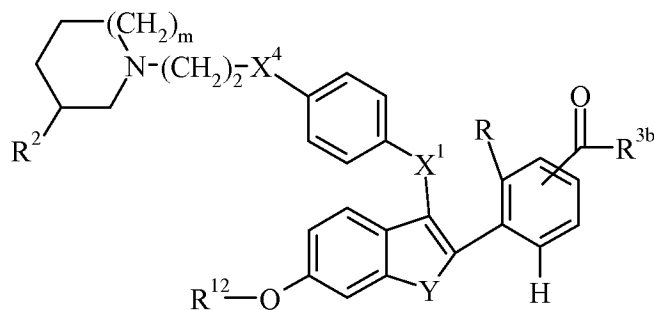


wherein X^2 is O or S;

provided that if Y^1 is C(OH), then R^{12} is C_1 - C_6 alkyl, SO_2CH_3 or benzyl or X^4 is NR^{13} and R^{13} is $CO_2(C_1$ - C_6 alkyl); or an acid addition salt thereof.

37. (Original) The compound of claim 36 wherein R^0 is H.
38. (Original) The compound of claim 37 wherein R is H.
39. (Original) The compound of claim 38 wherein X^4 and X^1 are O and m is 1 or 2.
40. (Currently Amended) The compound of ~~claim 38 or claim 39~~ wherein R^{12} is SO_2CH_3 , benzyl or methyl.
41. (Currently Amended) The compound of ~~any one of claims 38-40~~ **claim 40** wherein Y is CH=CH and m is 1.
42. (Currently Amended) The compound of ~~any one of claims 38-41~~ **claim 41** wherein R^3 and R^{3c} are independently H or C_1 - C_4 alkyl.
43. (Currently Amended) The compound of ~~any one of claims 38-42~~ **claim 42** wherein R^3 and R^{3c} are independently H or methyl.
44. (Currently Amended) The compound of ~~any one of claims 38-43~~ **claim 43** wherein the $Y^1R^3R^{3c}$ moiety is at position 4.

45. (Original) The compound of claim 37 wherein R combines with X¹.
46. (Original) The compound of claim 45 wherein X⁴ is O and m is 1 or 2.
47. (Currently Amended) The compound of ~~claim 45 or~~ claim 46 wherein R¹² is SO₂CH₃, benzyl or methyl.
48. (Currently Amended) The compound of ~~any one of claims 45-47~~ **claim 47** wherein X² is O and m is 1.
49. (Currently Amended) The compound of ~~any one of claims 45-48~~ **claim 48** wherein R³ and R^{3c} are independently H or C₁-C₄ alkyl.
50. (Currently Amended) The compound of ~~any one of claims 45-49~~ **claim 49** wherein R³ and R^{3c} are independently H or methyl.
51. (Currently Amended) The compound of ~~any one of claims 45-50~~ **claim 50** wherein the Y¹R³R^{3c} moiety is at position 4.
52. (Currently Amended) A compound of formula IV:



IV;

wherein:

m is 0, 1 or 2;

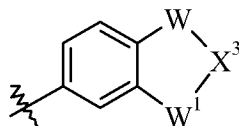
R² is H or methyl provided that if m is 1 or 2, then R² must be H and that if m is 0, then R² must be methyl;

Y is S or CH=CH;

~~Y¹ is C=O or C(OH);~~

R¹² is H, C₁-C₆ alkyl, benzyl, SO₂CH₃, SO₂(n-C₄-C₆ alkyl) or COR⁴;

R^{3b} is NR⁸R⁹ or OR¹⁰ or when R is H, R^{3b} may combine with the phenyl with which it is attached to form a moiety of the formula:



wherein W and W¹ are CH₂ or C=O provided that at least one of W or W¹

must be C=O; and X³ is NR¹¹ or O;

X⁴ is O or NR¹³;

R⁴ is C₁-C₆ alkyl, C₁-C₆ alkoxy, NR⁶R⁷, phenoxy, or phenyl optionally substituted with halo;

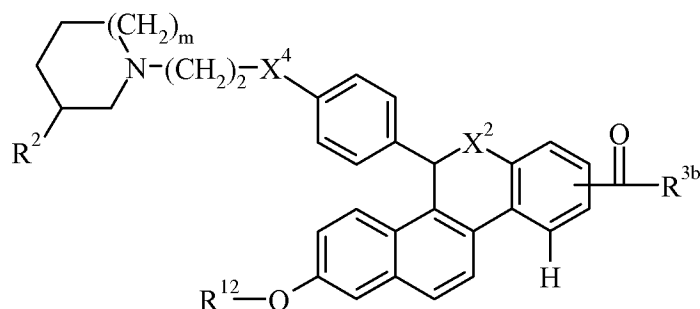
R⁶ and R⁷ are independently H, C₁-C₆ alkyl or phenyl;

R⁸ and R⁹ are independently H or C₁-C₆ alkyl or R⁸ and R⁹ may combine with the nitrogen to which they are both attached to form a morpholino, pyrrolidino or piperidino ring;

R¹⁰ and R¹¹ are independently H or C₁-C₆ alkyl;

R¹³ is H, C₁-C₆ alkyl or CO₂(C₁-C₆ alkyl); and

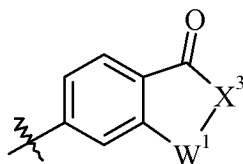
R is H and X¹ is O, CH₂ or CO or R combines with X¹ to form a moiety of the formula:



wherein X² is O or S;

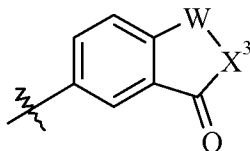
provided that if R¹² is H, SO₂(n-C₄-C₆ alkyl) or COR⁴, then X⁴ is NR¹³ and R¹³ is CO₂(C₁-C₆ alkyl); or an acid addition salt thereof.

53. (Original) The compound of claim 52 wherein R^8 and R^9 are independently H or C_1-C_6 alkyl.
54. (Original) The compound of claim 53 wherein X^4 and X^1 are O and m is 1 or 2.
55. (Currently Amended) The compound of ~~claim 53 or claim 54~~ wherein R^{12} is SO_2CH_3 , benzyl or methyl.
56. (Currently Amended) The compound of ~~any one of claims 53-55~~ **claim 55** wherein Y is $CH=CH$.
57. (Currently Amended) The compound of ~~any one of claims 53-56~~ **claim 56** wherein the COR^{3b} moiety is at the 3- or 4-position.
58. (Currently Amended) The compound of ~~any one of claims 53-57~~ **claim 57** wherein the COR^{3b} moiety is at the 4-position.
59. (Currently Amended) The compound of ~~any one of claims 53-58~~ **claim 58** wherein R^{3b} is NR^8R^9 and R^8 and R^9 are independently H or C_1-C_4 alkyl.
60. (Currently Amended) The compound of ~~any one of claims 53-59~~ **claim 59** wherein R^{3b} is OR^{10} and R^{10} is H or C_1-C_4 alkyl.
61. (Currently Amended) The compound of ~~any one of claims 53-60~~ **claim 60** wherein R is H and R^{3b} combines with the phenyl with which it is attached to form:



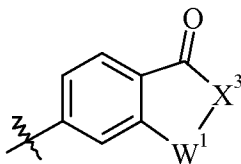
and W^1 is CH_2 and X^3 is NR^{11} and R^{11} is H.

62. (Currently Amended) The compound of ~~any one of claims 53-60~~ **claim 60** wherein R is H and R^{3b} combines with the phenyl with which it is attached to form:



and R^{11} is H or C_1 - C_4 alkyl.

63. (Currently Amended) The compound of ~~any one of claims 53-60~~ **claim 60** wherein R is H and R^{3b} combines with the phenyl with which it is attached to form:



and R^{11} is H or C_1 - C_4 alkyl.

Respectfully submitted,

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